

#5



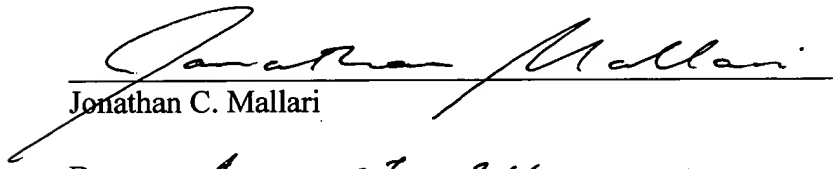
DECLARATION AND POWER OF ATTORNEY

As the below-named inventors, we declare that:

Our residences, post office addresses and citizenships are as stated below under our names. We believe we are the original, first and joint inventors of the invention entitled "SILICON-BASED FUEL CELL ELECTRODE STRUCTURES AND FUEL CELL ELECTRODE STACK ASSEMBLIES," which is described and claimed in the specification and claims of U.S. Patent Application No. 09/839,786 which we filed in the United States Patent and Trademark Office on April 19, 2001 and for which a patent is sought; which application is a continuation-in-part of U.S. Patent Application No. 09/715,830 filed November 17, 2000, which application claims priority to U.S. Provisional Patent Application No. 60/200,866 filed May 2, 2000; U.S. Provisional Application No. 60/189,205 filed March 14, 2000; and U.S. Provisional Patent Application No. 60/166,372 filed November 17, 1999. We have reviewed and understand the contents of the above-entitled specification, including the claims. We acknowledge our duty to disclose information of which we are aware which is material to the patentability and examination of this application in accordance with 37 C.F.R. § 1.56(a).

We hereby appoint THOMAS E. LOOP, Reg. No. 42,810 of LOOP Intellectual Property Law PLLC, Post Office Box 21346, Seattle, Washington 98111-3346, as our attorney to prosecute this application and transact all business in the Patent and Trademark Office connected therewith. Please direct all telephone calls to **Thomas E. Loop** at (206) 250-7073.

We further declare that all statements made herein of our own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.


Jonathan C. Mallari

Date August 24, 2001

Residence: City of Seattle, County of King
State of Washington

Citizenship: United States of America

P.O. Address: 1712 S. Dawson Street
Seattle, Washington 98108



Chung M. Chan

Date

8/24/2001

Residence: City of Bellevue, County of King
State of Washington

Citizenship: United States of America

P.O. Address: 16627 Northup Way
Bellevue, Washington 98008

NEAH/DEC/401C3

FILE COPY

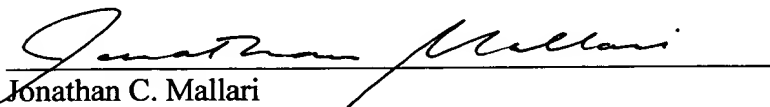
ASSIGNMENT

WHEREAS, we Jonathan C. Mallari and Chung M. Chan (hereinafter referred to as ASSIGNORS), having post office addresses 1712 S. Dawson Street, Seattle, Washington 98108; and 16627 Northup Way, Bellevue, Washington 98008, respectively, are the joint inventors of an invention entitled "SILICON-BASED FUEL CELL ELECTRODE STRUCTURES AND FUEL CELL ELECTRODE STACK ASSEMBLIES," as described and claimed in the specification and claims of U.S. Patent Application No. 09/839,786 which we filed in the United States Patent and Trademark Office on April 19, 2001 and for which a patent is sought; which application is a continuation-in-part of U.S. Patent Application No. 09/715,830 filed November 17, 2000, which application claims priority to U.S. Provisional Patent Application No. 60/200,866 filed May 2, 2000; U.S. Provisional Application No. 60/189,205 filed March 14, 2000; and U.S. Provisional Patent Application No. 60/166,372 filed November 17, 1999.

WHEREAS, Neah Power Systems, Inc. (hereinafter referred to as ASSIGNEE), a corporation of the State of Washington having a place of business at 22118 20th Avenue SE, Bothell, Washington 98021, is desirous of acquiring the entire right, title and interest in and to the invention and in and to any letters patent that may be granted therefor in the United States and in any and all foreign countries;

NOW, THEREFORE, in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNORS hereby assign and transfer unto said ASSIGNEE the entire right, title and interest in and to said invention, said application and any and all letters patent which may be granted for said invention in the United States of America and its territorial possessions and in any and all foreign countries, and in any and all divisions, reissues and continuations thereof, including the right to file foreign applications directly in the name of ASSIGNEE and to claim priority rights deriving from said United States application to which said foreign applications are entitled by virtue of international convention, treaty or otherwise, said invention, application and all letters patent on said invention to be held and enjoined by ASSIGNEE, its successors and assigns as fully and entirely as the same would have

been held and enjoined by ASSIGNORS had this assignment and transfer not been made. ASSIGNORS hereby authorize and request the Commissioner of Patents and Trademarks to issue all letter patents on said invention to ASSIGNEE. ASSIGNORS agree to execute all instruments and documents required for the making and prosecution of applications for United States and foreign letters patents on said invention, for litigation regarding letters patent, or for the purpose of protecting title to said invention or letters patent therefor.



Jonathan C. Mallari

Date August 24, 2001

Residence: City of Seattle, County of King
State of Washington

Citizenship: United States of America

P.O. Address: 1712 S. Dawson Street
Seattle, Washington 98108


Chung M. Chan

Date 8/24/01

Residence: City of Bellevue, County of King
State of Washington

Citizenship: United States of America

P.O. Address: 16627 Northup Way
Bellevue, Washington 98008

NEAH/ASG/401C3